

# **EXHIBIT C**

STATE OF RHODE ISLAND  
PROVIDENCE, S.C.

SUPERIOR COURT

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MICHAEL JAMES, Chief Executive Officer  
PLAINTIFF

vs.

C.A. No. 09-3152

NESTOR, INC.

DEFENDANT

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MICHAEL JAMES, President  
PLAINTIFF

vs.

C.A. No. 09-3153

NESTOR TRAFFIC SYSTEMS, INC.  
DEFENDANT

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**ORDER**

This matter came on for Hearing on February 15, 2013 (the "Hearing"), on the Receiver's Sixth Interim Report and Request for Fees (the "Sixth Report") by Jonathan N. Savage, Permanent Receiver herein (the "Receiver"), and an Order approving the Report entered immediately following the Hearing. In addition to the terms set forth in said Order, it is hereby further:

**ORDERED, ADJUDGED AND DECREED:**

1. The Receiver is authorized to make a second pro-rata, interim distribution to the second-position Convertible Note claimants (as that terms is defined in the Report) in the aggregate amount of approximately \$90,000.00, which final amount shall be determined by the Receiver based upon cash-on-hand and reserving a reasonable amount for additional administrative fees and costs necessary to close the Estate;

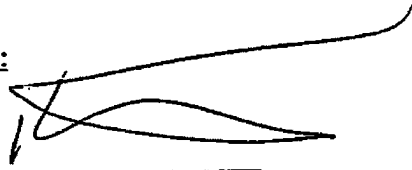
2. The Receiver is authorized to file an action in the U.S. District Court for the District of Rhode Island against the City of East Cleveland (the "City"), and any other applicable party, in order to collect any amounts due and owing from the City to the Estate; and

FOR  
SUPERIOR COURT  
FILED  
HENRY S. KINCH JR., CLERK  
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3. The Receiver shall advise this Court if the City does not respond or otherwise defend such lawsuit brought by the Receiver and default judgment enters against the City. If the City responds or otherwise defends said lawsuit, the Receiver shall pursue such action accordingly.

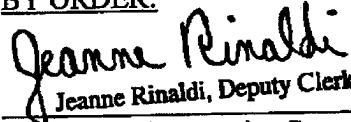
ENTERED as an Order of this Court this 25 day of February, 2013.

ENTERED:

  
Silverstein, J.

2/25/2013

BY ORDER:

  
Jeanne Rinaldi, Deputy Clerk  
Deputy Clerk, Superior Court

2-25-2013

*Presented by:*

  
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Date: February 21, 2013